

U.S. Department of Justice

Washington, DC 20530

**Exhibit A to Registration Statement****Pursuant to the Foreign Agents Registration Act of 1938, as amended**

**INSTRUCTIONS.** Furnish this exhibit for EACH foreign principal listed in an initial statement and for EACH additional foreign principal acquired subsequently. The filing of this document requires the payment of a filing fee as set forth in Rule (d)(1), 28 C.F.R. § 5.5(d)(1). Compliance is accomplished by filing an electronic Exhibit A form at <http://www.fara.gov>.

**Privacy Act Statement.** The filing of this document is required by the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide this information is subject to the penalty and enforcement provisions established in Section 8 of the Act. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, DC. Statements are also available online at the Registration Unit's webpage: <http://www.fara.gov>. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public in print and online at: <http://www.fara.gov>.

**Public Reporting Burden.** Public reporting burden for this collection of information is estimated to average .49 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Counterespionage Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name and Address of Registrant Greenberg Traurig, LLP 2101 L Street, NW # 1000 Washington, DC 200037		2. Registration No.  5712
3. Name of Foreign Principal Office of the Governor of Bayelsa, a state within Nigeria through Washington Avenue International, LLC	4. Principal Address of Foreign Principal YENAGOA, Bayelsa Nigeria	
5. Indicate whether your foreign principal is one of the following:		
<input checked="" type="checkbox"/> Foreign government <input type="checkbox"/> Foreign political party <input type="checkbox"/> Foreign or domestic organization: If either, check one of the following: <input type="checkbox"/> Partnership <input type="checkbox"/> Committee <input type="checkbox"/> Corporation <input type="checkbox"/> Voluntary group <input type="checkbox"/> Association <input type="checkbox"/> Other (specify) _____ <input type="checkbox"/> Individual-State nationality _____		
6. If the foreign principal is a foreign government, state:		
a) Branch or agency represented by the registrant Office of the Governor of Bayelsa		
b) Name and title of official with whom registrant deals Henry Seriake Dickson, Executive Governor of Bayelsa State of Nigeria		
7. If the foreign principal is a foreign political party, state:		
a) Principal address		
b) Name and title of official with whom registrant deals		
c) Principal aim		

Formerly CRM-157

FORM NSD-3  
Revised 03/11

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8. If the foreign principal is not a foreign government or a foreign political party:

a) State the nature of the business or activity of this foreign principal.

b) Is this foreign principal:

Supervised by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Owned by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Directed by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Controlled by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Financed by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

Subsidized in part by a foreign government, foreign political party, or other foreign principal

Yes ☐ No ☐

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9. Explain fully all items answered "Yes" in Item 8(b). *(If additional space is needed, a full insert page must be used.)*

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10. If the foreign principal is an organization and is not owned or controlled by a foreign government, foreign political party or other foreign principal, state who owns and controls it.

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#### EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this Exhibit A to the registration statement and that he/she is familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

Date of Exhibit A	Name and Title	Signature
October 09, 2012		/s/ Edward Barron
		eSigned

U.S. Department of Justice

Washington, DC 20530

**Exhibit B to Registration Statement****Pursuant to the Foreign Agents Registration Act of 1938, as amended**

**INSTRUCTIONS.** A registrant must furnish as an Exhibit B copies of each written agreement and the terms and conditions of each oral agreement with his foreign principal, including all modifications of such agreements, or, where no contract exists, a full statement of all the circumstances by reason of which the registrant is acting as an agent of a foreign principal. Compliance is accomplished by filing an electronic Exhibit B form at <http://www.fara.gov>.

**Privacy Act Statement.** The filing of this document is required for the Foreign Agents Registration Act of 1938, as amended, 22 U.S.C. § 611 *et seq.*, for the purposes of registration under the Act and public disclosure. Provision of the information requested is mandatory, and failure to provide the information is subject to the penalty and enforcement provisions established in Section 8 of the Act. Every registration statement, short form registration statement, supplemental statement, exhibit, amendment, copy of informational materials or other document or information filed with the Attorney General under this Act is a public record open to public examination, inspection and copying during the posted business hours of the Registration Unit in Washington, DC. Statements are also available online at the Registration Unit's webpage: <http://www.fara.gov>. One copy of every such document, other than informational materials, is automatically provided to the Secretary of State pursuant to Section 6(b) of the Act, and copies of any and all documents are routinely made available to other agencies, departments and Congress pursuant to Section 6(c) of the Act. The Attorney General also transmits a semi-annual report to Congress on the administration of the Act which lists the names of all agents registered under the Act and the foreign principals they represent. This report is available to the public in print and online at: <http://www.fara.gov>.

**Public Reporting Burden.** Public reporting burden for this collection of information is estimated to average .33 hours per response, including the time for reviewing instructions, searching existing data sources, gathering and maintaining the data needed, and completing and reviewing the collection of information. Send comments regarding this burden estimate or any other aspect of this collection of information, including suggestions for reducing this burden to Chief, Registration Unit, Counterespionage Section, National Security Division, U.S. Department of Justice, Washington, DC 20530; and to the Office of Information and Regulatory Affairs, Office of Management and Budget, Washington, DC 20503.

1. Name of Registrant  Greenberg Traurig, LLP	2. Registration No.  5712
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## 3. Name of Foreign Principal

Office of the Governor of Bayelsa, a state within Nigeria through Washington Avenue International, LLC

Check Appropriate Box:

4. ☐ The agreement between the registrant and the above-named foreign principal is a formal written contract. If this box is checked, attach a copy of the contract to this exhibit.
5. ☒ There is no formal written contract between the registrant and the foreign principal. The agreement with the above-named foreign principal has resulted from an exchange of correspondence. If this box is checked, attach a copy of all pertinent correspondence, including a copy of any initial proposal which has been adopted by reference in such correspondence.
6. ☐ The agreement or understanding between the registrant and the foreign principal is the result of neither a formal written contract nor an exchange of correspondence between the parties. If this box is checked, give a complete description below of the terms and conditions of the oral agreement or understanding, its duration, the fees and expenses, if any, to be received.
7. Describe fully the nature and method of performance of the above indicated agreement or understanding.

Greenberg Traurig, LLP will provide legal counseling, including strategic advice and advocacy to the Office of the Governor of Bayelsa State, a state within Nigeria through Washington Avenue International, LLC. We expect to communicate with US officials related to a broad range of issues affecting Bayelsa State including humanitarian assistance. Greenberg Traurig, LLP does not have a written agreement with the Foreign Principal, but with Washington Avenue International, LLC, a copy of which is attached.

## 8. Describe fully the activities the registrant engages in or proposes to engage in on behalf of the above foreign principal.

Greenberg Traurig, LLP will provide legal counseling, including strategic advice and advocacy to the Office of the Governor of Bayelsa State, a state within Nigeria through Washington Avenue International, LLC. We expect to communicate with US officials related to a broad range of issues affecting Bayelsa State including humanitarian assistance.

9. Will the activities on behalf of the above foreign principal include political activities as defined in Section 1(o) of the Act and in the footnote below? Yes ☒ No ☐

If yes, describe all such political activities indicating, among other things, the relations, interests or policies to be influenced together with the means to be employed to achieve this purpose.

Greenberg Traurig, LLP will provide legal counseling, including strategic advice and advocacy to the Office of the Governor of Bayelsa State, a state within Nigeria through Washington Avenue International, LLC. We expect to communicate with US officials related to a broad range of issues affecting Bayelsa State including humanitarian assistance.

## EXECUTION

In accordance with 28 U.S.C. § 1746, the undersigned swears or affirms under penalty of perjury that he/she has read the information set forth in this Exhibit B to the registration statement and that he/she is familiar with the contents thereof and that such contents are in their entirety true and accurate to the best of his/her knowledge and belief.

Date of Exhibit B	Name and Title	Signature
October 09, 2012		/s/ Edward Barron eSigned

Footnote: Political activity as defined in Section 1(o) of the Act means any activity which the person engaging in believes will, or that the person intends to, in any way influence any agency or official of the Government of the United States or any section of the public within the United States with reference to formulating, adopting, or changing the domestic or foreign policies of the United States or with reference to the political or public interests, policies, or relations of a government of a foreign country or a foreign political party.



September 25, 2012

Lester Johnson  
President  
Washington Avenue International, LLC  
1701 Pennsylvania, Ave., N.W., Suite 300  
Washington, D.C., 20006

Dear Mr. Johnson:

We are writing to confirm our agreement that Greenberg Traurig, LLP ("Greenberg Traurig") will provide Washington Avenue International, LLC ("you" or "WAI") with legal counseling, including strategic advice and advocacy, to assist WAI in providing its client, the Office of Governor of Bayelsa State, a state within Nigeria, and further, to assist in filing any disclosures necessary under federal law. Our representation of WAI with respect to this matter will terminate on March 31, 2013, unless mutually continued. However, either party may terminate this retention earlier, as the case may be.

Under the D.C. Rules of Professional Conduct, we are obligated to set forth our basis for charging you for the legal services that we render. We will charge you a flat fee for the aforementioned representation in the amount \$6,700 per month. We also bill for our expenses and other services, including postage, long-distance telephone, photocopies, travel, messenger services, and meals. We will submit monthly bills to you for payment within 30 days. See enclosed Billing Policies.

Since Greenberg Traurig represents a large number of diverse clients which may include clients involved in activities affecting you, we have agreed that your representation by Greenberg Traurig in this matter will not be grounds for asserting a conflict of interest or the appearance of a conflict of interest in any unrelated work that the firm may do for other companies or persons, including governmental actors. Specifically, we have agreed that Greenberg Traurig may represent other companies or persons in matters that do not involve any confidential information that has been obtained by Greenberg Traurig in the course of our current representation of WAI, even though our representation of the other company or entity, including governmental entity, may be adversarial to WAI in business transactions, litigation, or judicial or administrative proceedings. We further understand that WAI and the Office of the Governor of Bayelsa State waive any conflict of interest in any such case, and will not assert any conflict of interest or any apparent conflict of interest as grounds for disqualifying Greenberg Traurig from representing other companies, persons, or governmental entities, whether foreign or domestic.

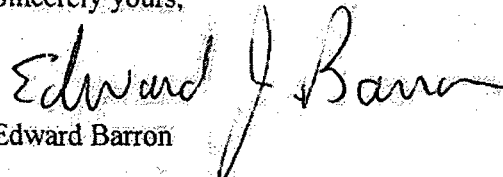
In the event of any dispute arising under or related to this agreement, the parties agree to submit the matter to a single arbitrator in Washington, D.C. selected by the parties, and if no agreement can be reached then an arbitrator selected by the American Arbitration Association

("AAA"). The arbitration is to be conducted in accordance with Commercial Arbitration Rules of the AAA, using the law of the District of Columbia (other than its conflict laws), and judgment on the award rendered by the arbitrator may be entered in any court having jurisdiction thereof. The parties agree that arbitration under this paragraph shall provide the exclusive means for resolving any dispute arising under or relating to this agreement, including the services performed there under.

Under Rule 1 of the D.C. Rules of Professional Conduct, we have a duty of loyalty to you and in that regard will vigorously represent your interests. If these arrangements are acceptable, please sign and return one of the originals of this letter via the enclosed Federal Express envelope.

In spite of the formal trappings of this letter, I want to reiterate how very pleased and excited we are to be representing you in this matter. Please do not hesitate to call me with any questions at (202) 331-3183.

Sincerely yours,

  
Edward Barron

Enclosure

AGREED AND ACCEPTED

  
Lester Johnson